

1 Name GEORGE A. DAVIS

2 Bar Code # GD 2761 (New York)

3 Address WEIL, GOTSHAL & MANGES LLP

4 767 Fifth Ave.

5 New York, New York 10153

6 Phone # (212) 310-8000

7
8 **UNITED STATES BANKRUPTCY COURT**

9 **DISTRICT OF NEVADA**

| | | |
|---------------------------------|---|----------------------------------|
| 10 In re: |) | Bankruptcy No. BK-S-06-10725 LBR |
| |) | Bankruptcy No. BK-S-06-10726 LBR |
| |) | Bankruptcy No. BK-S-06-10727 LBR |
| |) | Bankruptcy No. BK-S-06-10728 LBR |
| |) | Bankruptcy No. BK-S-06-10729 LBR |
| |) | Chapter 11 |
| 13 USA COMMERCIAL MORTGAGE |) | Jointly Administered Under |
| 14 COMPANY |) | Case No. BK-S-06-10725 |
| 15 USA CAPITAL REALTY |) | VERIFIED PETITION FOR |
| 16 ADVISORS, LLC |) | |
| 16 USA CAPITAL DIVERSIFIED |) | PERMISSION TO PRACTICE |
| 16 TRUST DEED FUND, LLC |) | |
| 17 USA CAPITAL FIRST TRUST DEED |) | IN THIS CASE ONLY BY |
| 17 FUND, LLC |) | |
| 18 USA SECURITIES, LLC |) | ATTORNEY NOT ADMITTED |
| |) | TO THE BAR OF THIS COURT |
| 19 Debtors. |) | |
| |) | EFFECTIVE JUNE 1, 2004 |
| |) | FILING FEE IS \$175.00 |

21 GEORGE A. DAVIS, Petitioner, respectfully represents to the Court:

22 1. That Petitioner resides at 315 East 88th Street

23 (street address)

24 New York,

25 (city)

New York

(county)

26 New York,

(state)

10128,

(zip code)

(646) 351-6027

(area code + telephone number)

2. That Petitioner is an attorney at law and a member of the law firm of

WEIL, GOTSHAL & MANGES LLP with offices at

767 Fifth Ave.

(street address)

New York, NY

10153

(212) 310 - 8000

(city)

(zip code)

(area code + telephone number)

3. That Petitioner has been retained personally or as a member of the law firm by

Compass Partners LLC to provide legal representation in connection

[client(s)]

with the above-entitled case now pending before this Court.

4. That since April 24, 1991, Petitioner has been and presently is a
(date)

member in good standing of the bar of the highest Court of the State of New York
(state)

where Petitioner regularly practices law.

5. That Petitioner was admitted to practice before the following United States District Courts, United States Circuit Courts of Appeal, the Supreme Court of the United States and Courts of other States on the dates indicated for each, and that Petitioner is presently a member in good standing of the bars of said Courts.

Date Admitted

United States Court of Appeals, Second Circuit

February 10, 2003

Southern District of New York

May 14, 1991

Eastern District of New York

May 14, 1991

6. That there are or have been no disciplinary proceedings instituted against petitioner, nor any suspension of any license, certificate or privilege to appear before any judicial, regulatory or administrative body, or any resignation or termination in order to avoid disciplinary or disbarment proceedings, except as described in detail below:

N/A

7. That Petitioner has never been denied admission to the State Bar of Nevada. (Give particulars of ever denied admission):

N/A

8. That Petitioner is a member of good standing in the following Bar Associations:

N/A

9. Petitioner or any member of Petitioner's firm (or office if firm has offices in more than one city) with which Petitioner is associated has/have filed application(s) to appear as counsel under Local Rule IA 10-2 during the past three (3) years in the following matters:

| Date of Application | Cause | Title of Court Administrative Body or Arbitrator | Was Application Granted or Denied |
|---------------------|------------------------|--|---|
| 2004 | In re MJ Research Inc. | US Bankruptcy Court | Granted |
| 2003 | In re Mego Financial | US Bankruptcy Court | Granted |

(If necessary, please attach a statement of additional applications)

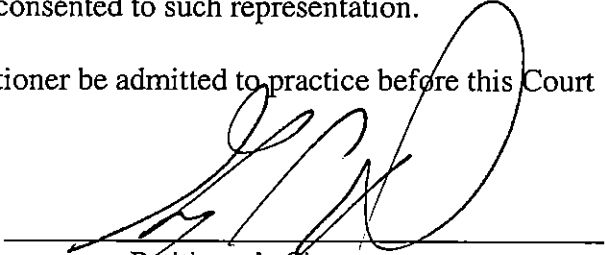
10. Petitioner consents to the jurisdiction of the courts and disciplinary boards of the State of Nevada with respect to the law of this state governing the conduct of attorneys to the same extent as a member of the State Bar of Nevada.

11. Petitioner agrees to comply with the standards of professional conduct required of the members of the bar of this court.

12. Petitioner has disclosed in writing to the client that the applicant is not admitted to practice in this jurisdiction and that the client has consented to such representation.

That Petitioner respectfully prays that Petitioner be admitted to practice before this Court
FOR THE PURPOSES OF THIS CASE ONLY.

DATED: 12-18-06

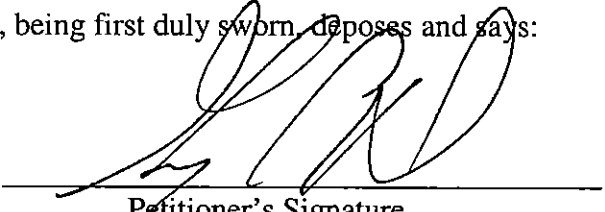

Petitioner's Signature

STATE OF NEW YORK)

COUNTY OF NEW YORK)

GEORGE A. DAVIS, Petitioner, being first duly sworn, deposes and says:

That the foregoing statements are true.


Petitioner's Signature

(SEAL)

Subscribed and sworn to before me this

17th day of December, 2006

Clara Holder
Notary public

CLARA HOLDER
Notary Public, State Of New York
No. 01H04917471
Qualified in Queens County
Commission Expires Jan 19, 2010